

SPIDERMAN
ANNUAL

SPECIAL KING SIZE ANNUAL!

APPROVED
BY THE
COMICS
CODE
AUTHORITY

72
BIG
PAGES

MARVEL
COMICS
GROUP 25¢

the AMAZING SPIDER-MAN

#2
1965

IND.

"THE WONDROUS WORLDS
OF DOCTOR STRANGE!"

↑
ALL
NEW



PLUS..

3 OF SPIDEY'S
EARLIEST,
GREATEST,
MOST-REQUESTED
FULL-LENGTH EPICS!



"THE WONDROUS WORLD OF Dr. STRANGE!"



WRITTEN and EDITED BY
THE TOAST of MARVEL:

STAN LEE

PLOTTED and DRAWN BY

THE BOAST of MARVEL:

STEVE DITKO

LETTERED and BORDERED

BY THE GHOST of MARVEL:

SAM ROSEN

THIS COULD BE CALLED OUR "BE
NICE TO STEVEY DITKO" ISSUE. WE
WANTED TO FEATURE A REALLY OFF-
BEAT YARN FOR SPIDEY'S ANNUAL, AND
STEVEY DREAMED THIS ONE UP!
(THE FACT THAT HE ALSO DRAWS DOC
STRANGE MAY HAVE HAD SOMETHING
TO DO WITH IT!) SO, READY OR NOT, HERE
WE GO....!

THERE ARE EIGHT MILLION STORIES IN THE BIG CITY, BUT YOU'VE NEVER SEEN **ANY** LIKE THIS ONE! AS THE SHADES OF NIGHT BEGIN TO FALL, A SILENT FIGURE PROWLs OVER-HEAD! THUS DOES YOUR FRIENDLY NEIGHBORHOOD **SPIDER-MAN** MAKE HIS APPOINTED ROUNDS...

EVERYTHING IS QUIET SO FAR! I MIGHT AS WELL HAVE STAYED HOME WITH A GOOD BOOK!... OR EVEN A BAD ONE!



THIS IS REALLY **DULLVILLE**! I CAN'T EVEN FIND A **LITTERBUG**, OR A **JAY-WALKER**!

ON A NIGHT LIKE THIS, I FEEL ABOUT AS USEFUL AS A SECOND-HAND TUBE OF **DINOSAUR REPELLENT**!



WELL, I MIGHT AS WELL LOOK AT THE **BRIGHT SIDE**! AT LEAST THIS IS KEEPING ME OUT OF THE **POOLROOM**!

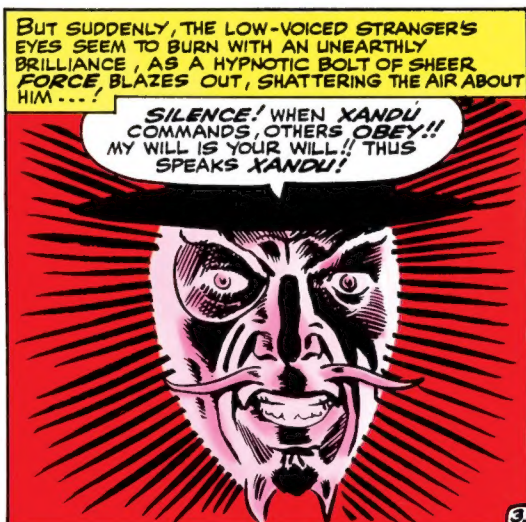
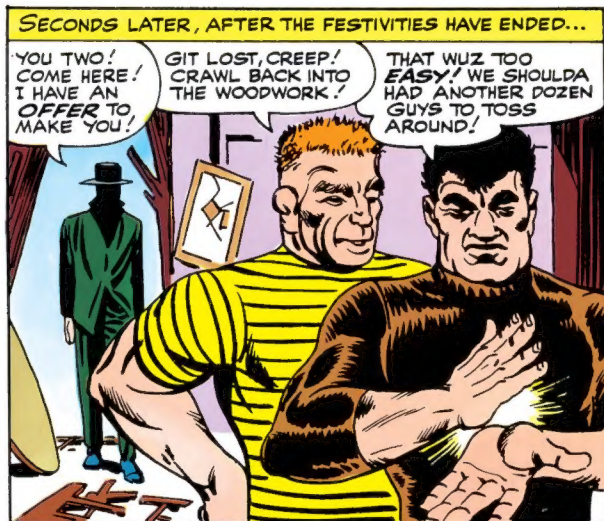
MAYBE I CAN HELP A LITTLE OLD LADY CROSS THE STREET, SO THE EVENING WON'T BE A **COMPLETE WASTE**!



BUT, IN ANOTHER PART OF TOWN, A SITUATION IS ABOUT TO DEVELOP WHICH WILL SOON EMBROIL THE COSTUMED **TEENAGER** IN ONE OF THE MOST FANTASTIC BATTLES OF HIS LIFE! LET'S WATCH THIS TALL, SILENT STRANGER AS HE WALKS TOWARD... THE UNKNOWN...

A TYPICAL BAR-ROOM BRAWL! PERHAPS **HERE** I SHALL FIND WHAT I **SEEK**!







THEN, SATISFIED WITH THE RESULT OF HIS HYPNOTIC HANDIWORK, THE MAN CALLED XANDU WALKS BACK FROM WHENCE HE CAME... FOLLOWED BY TWO POWERFUL, HULKING BEINGS WHOSE ONLY WILL IS XANDU'S WILL ...!



MOMENTS LATER, IN A STRANGE, CANDLE-LIT CHAMBER, XANDU HOLDS ALOFT A SHIMMERING, GLEAMING OBJECT...!





THE MISSING HALF OF THIS ENCHANTED WAND WAS TAKEN FROM **ANOTHER DIMENSION...** BY THE MASTER OF THE MYSTIC ARTS... **DOCTOR STRANGE!!**

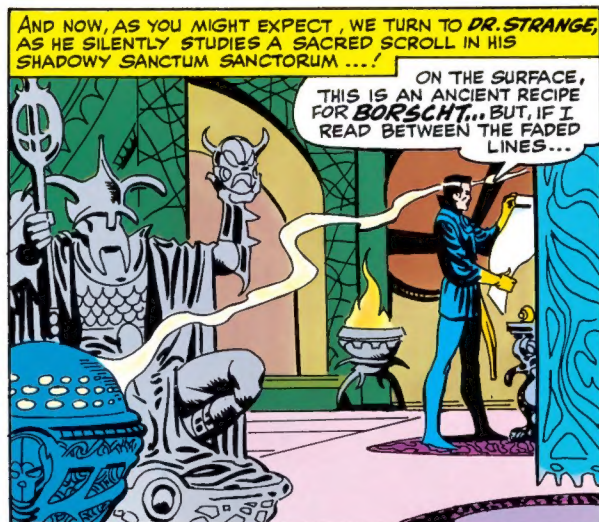


BUT, ONCE I WREST IT FROM HIM, IT IS I, **XANDU**, WHO WILL BE MASTER OF THE MYSTIC ARTS!! INDEED, I SHALL BE MASTER OF **ALL!**



NOW, **GO**, MY UNWITTING SLAVES! IT IS **YOU** WHO SHALL DEFEAT **DR. STRANGE** FOR ME!

WHILE I **GUIDE** YOU ON YOUR QUEST... THROUGH THE POWER OF MY **HYPNOTIC EYES!**



AND NOW, AS YOU MIGHT EXPECT, WE TURN TO **DR. STRANGE**, AS HE SILENTLY STUDIES A SACRED SCROLL IN HIS SHADOWY SANCTUM SANCTORUM ...!

ON THE SURFACE, THIS IS AN ANCIENT RECIPE FOR **BORSCHT...** BUT, IF I READ BETWEEN THE FADED LINES...



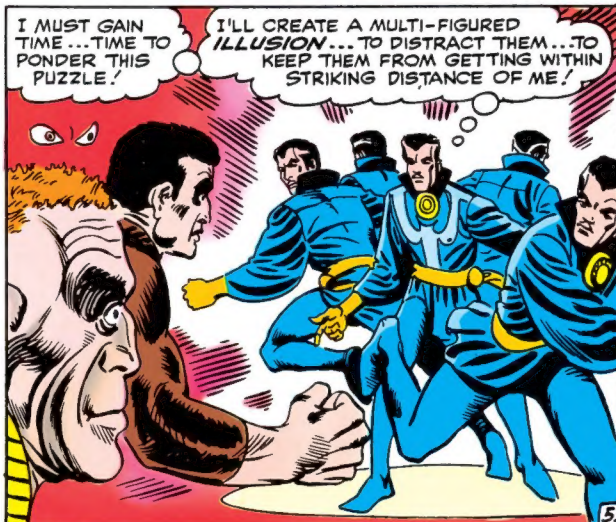
SUDDENLY, HIS KEEN EARS DETECT THE SOUND OF DOUBLE DOORS SLAMMING OPEN, AND THEN...

INTRUDERS! INVADING MY PRIVACY! THEY SHALL PAY **DEARLY** FOR THIS AFFRONT!



ONE SIMPLE SPELL WILL SERVE TO... **NO!**

MY SPELL IS **USELESS!** THEIR MINDS ARE BLANK... EMPTY! THEY ARE UNDER THE CONTROL OF **ANOTHER!!** BUT... **WHO??**



I MUST GAIN TIME... TIME TO PONDER THIS PUZZLE!

I'LL CREATE A MULTI-FIGURED **ILLUSION...** TO DISTRACT THEM... TO KEEP THEM FROM GETTING WITHIN STRIKING DISTANCE OF ME!

BUT **XANDU**, WHO IS PRESENT THROUGH THE POWER OF HIS HYPNOTIC EYES, CAN DETECT THE **TRUE DOCTOR STRANGE**... AS HE GUIDES HIS TWO HUMAN CATS' PAWS...

MY ILLUSION DOES NOT FOOL THEM!

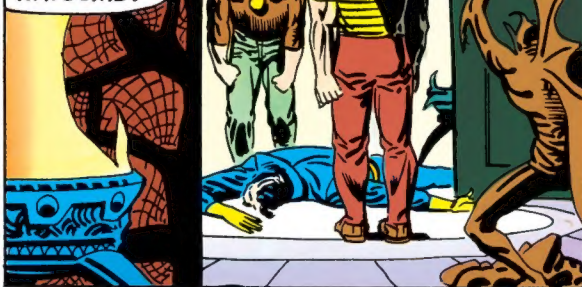


THERE IS NO TIME FOR FURTHER EVASIVE ACTION! I MUST DO **BATTLE!** BUT...THEIR **STRENGTH** IS INCONCEIVABLE!! ...UHHHH!



WITHIN SECONDS, THE VALIANT MASTER OF THE MYSTIC ARTS IS DOWNED...LAPSING INTO UNCONSCIOUSNESS, AS HIS ENCHANTED **AMULET** PROTECTS HIS STILLED FIGURE FROM FURTHER HARM.

WELL DONE! BUT NOW HE IS OF NO FURTHER INTEREST TO US! IT IS THE **WAND!** YOU MUST FIND THE OTHER HALF OF THE **WAND OF WATOOMB!**



IT MUST BE LOCKED SOMEWHERE! SMASH OPEN EVERY CABINET UNTIL IT IS FOUND! THUS SPEAKS **XANDU!**

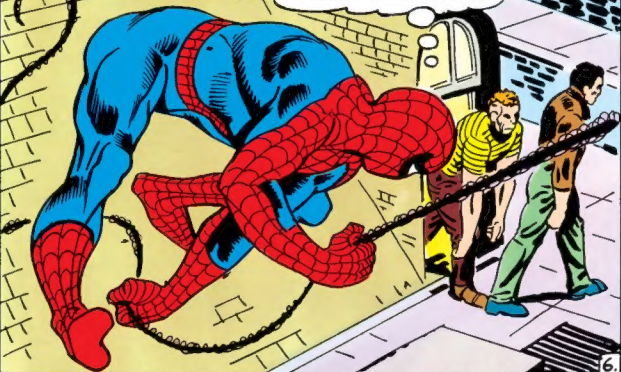


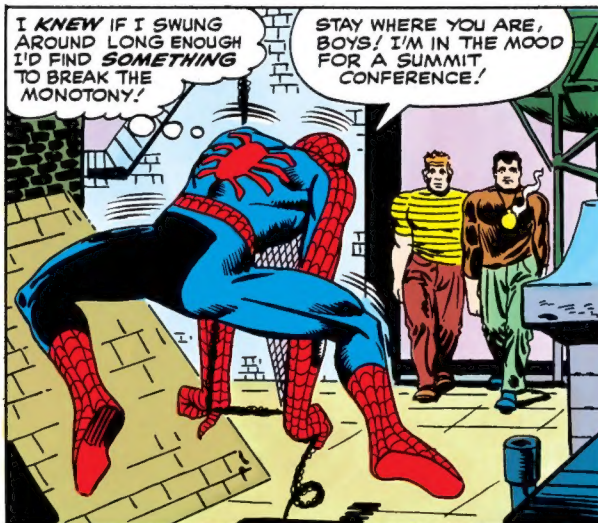
WAIT! SEARCH NO LONGER! THE FATES HAVE SMILED UPON ME! THERE IT IS! WE'VE **FOUND IT!**



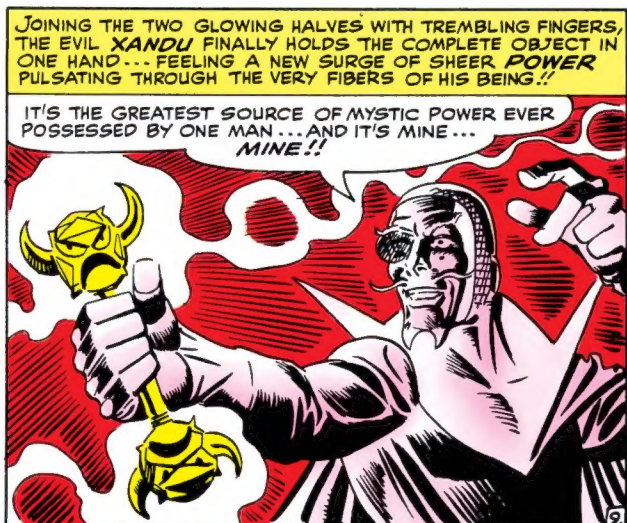
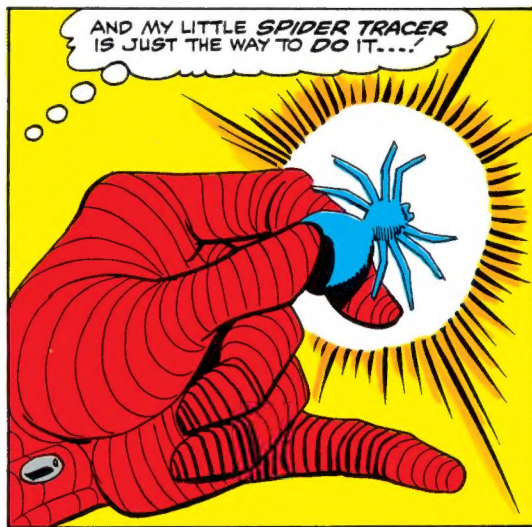
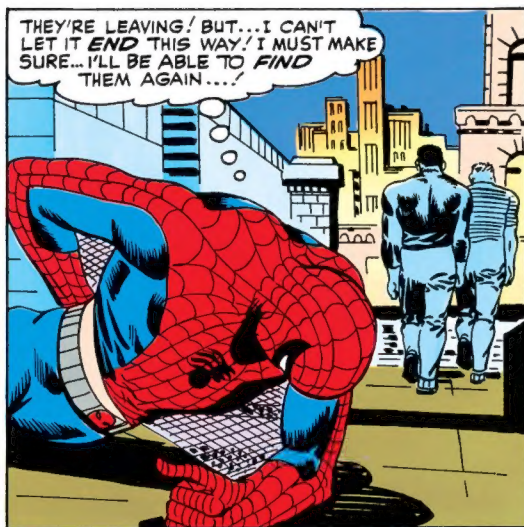
AND NOW, FOR THOSE WHO MAY THINK WE'VE FORGOTTEN WHAT MAGAZINE THIS IS SUPPOSED TO BE, WE OFFER PROOF THAT WE **DO** REMEMBER... BECAUSE HERE COMES **SPIDEY NOW!**

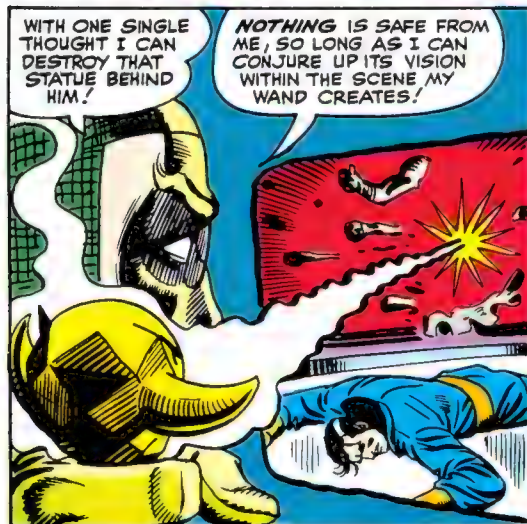
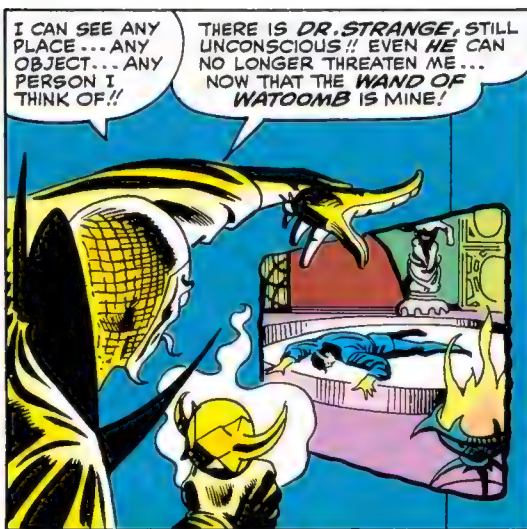
THOSE TWO FIGURES, STEALING OUT OF A SKYLIGHT...OBVIOUSLY **BURGLARS!** AND YET, THEY SOMEHOW SEEM LIKE... SLEEP WALKERS!!

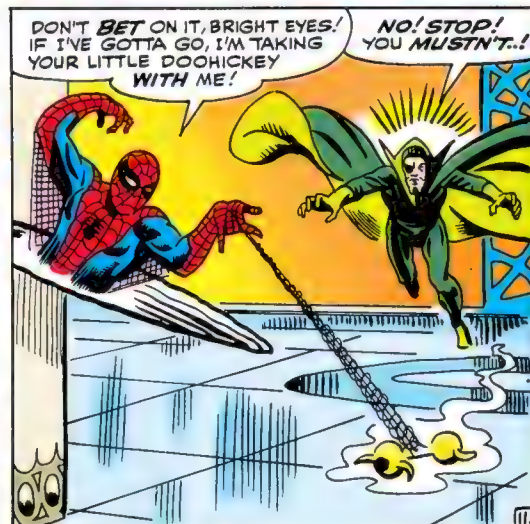
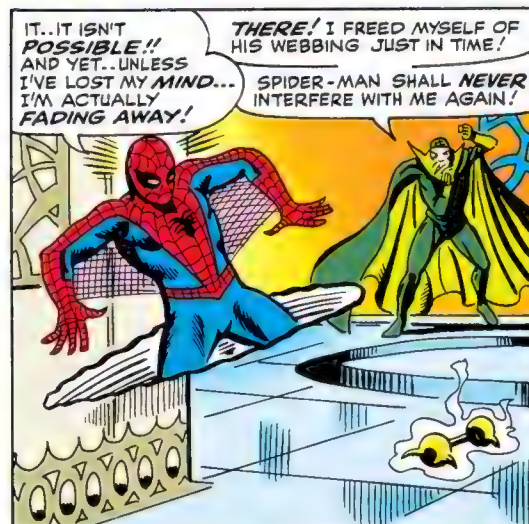
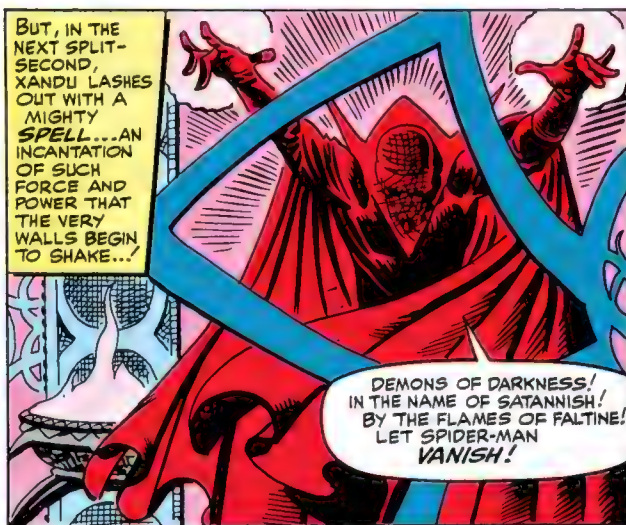
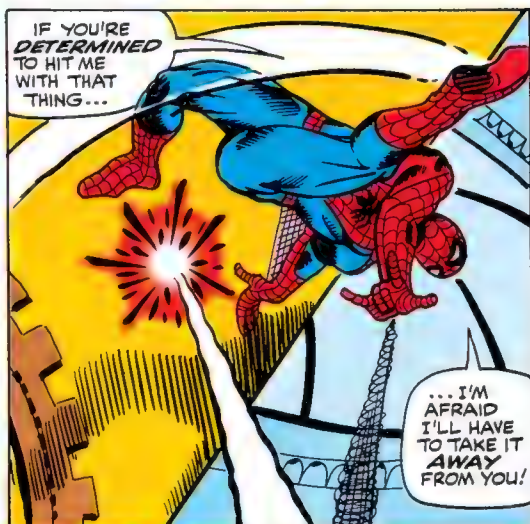






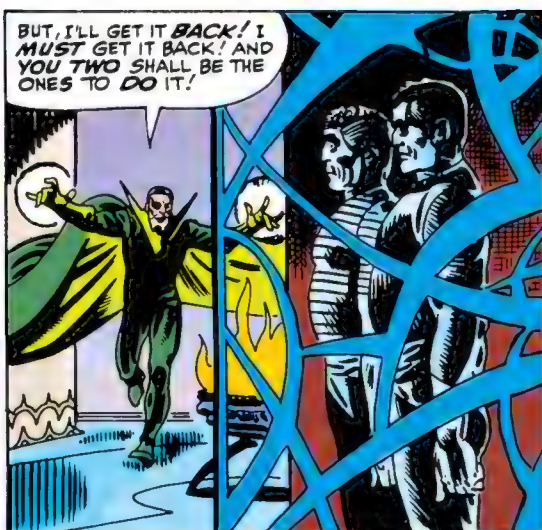




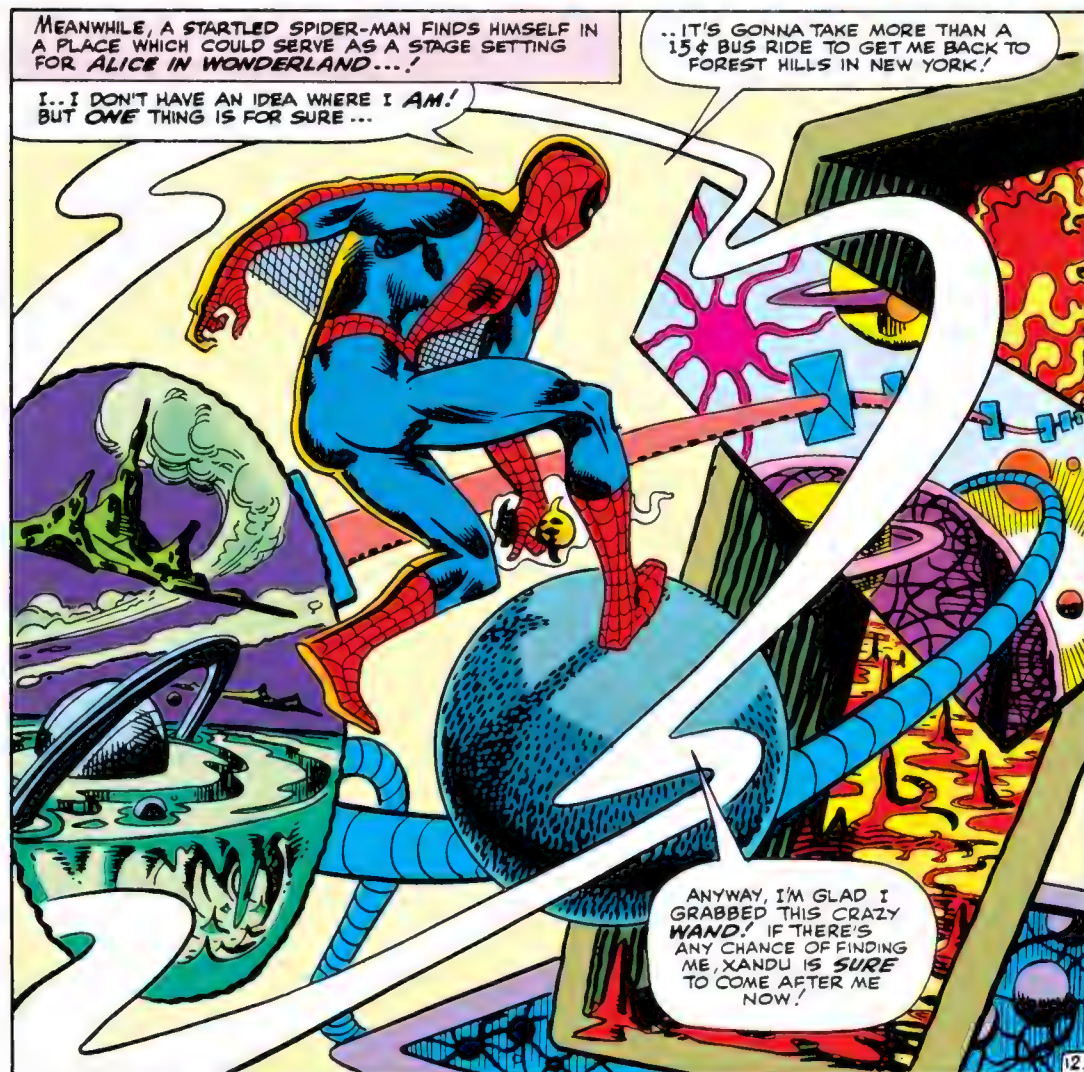




I'M TOO LATE! HE TOOK IT WITH HIM,
INTO THE UNKNOWN DIMENSION TO
WHICH I BANISHED HIM!



BUT, I'LL GET IT *BACK*! I
MUST GET IT BACK! AND
YOU TWO SHALL BE THE
ONES TO DO IT!

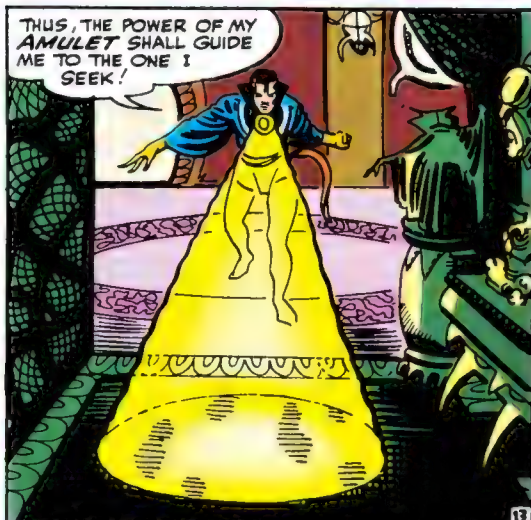
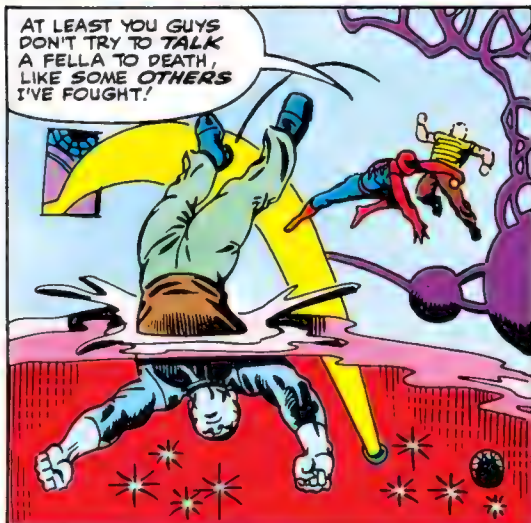
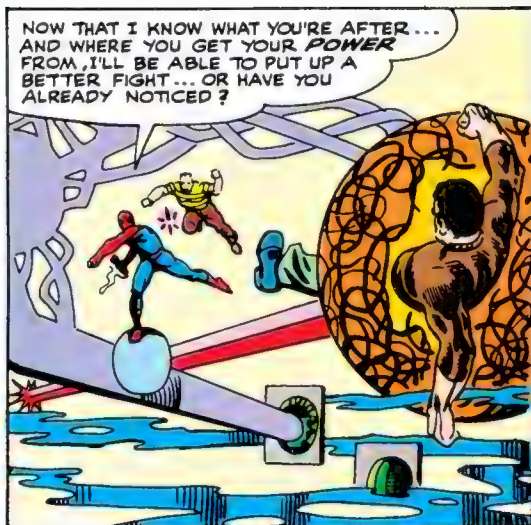


MEANWHILE, A STARTLED SPIDER-MAN FINDS HIMSELF IN
A PLACE WHICH COULD SERVE AS A STAGE SETTING
FOR *ALICE IN WONDERLAND*....!

I... I DON'T HAVE AN IDEA WHERE I AM!
BUT *ONE* THING IS FOR SURE...

...IT'S GONNA TAKE MORE THAN A
15¢ BUS RIDE TO GET ME BACK TO
FOREST HILLS IN NEW YORK!

ANYWAY, I'M GLAD I
GRABBED THIS CRAZY
WAND! IF THERE'S
ANY CHANCE OF FINDING
ME, XANDU IS SURE
TO COME AFTER ME
NOW!

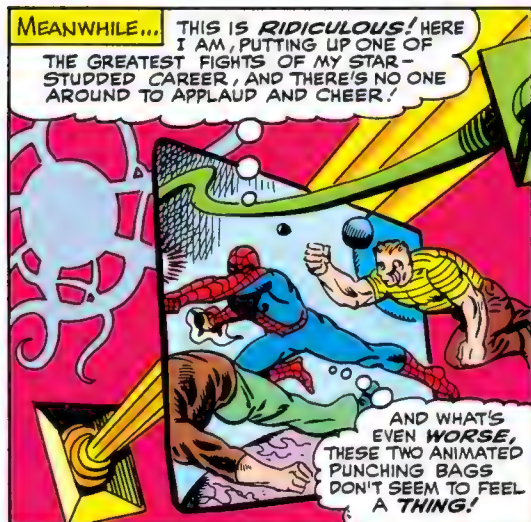




I SHALL TAKE MY MAGIC CLOAK OF LEVITATION AND FOLLOW, NO MATTER WHERE THE TRAIL MAY LEAD!



THEN, IN THE NAME OF THE ALL-SEEING EYE OF AGAMOTTO, THE WAND SHALL BE RETRIEVED, THOUGH THE VIPERS OF VALTORR THEMSELVES MAY BLOCK THE WAY!



MEANWHILE... THIS IS *RIDICULOUS*! HERE I AM, PUTTING UP ONE OF THE GREATEST FIGHTS OF MY STAR-STUPIDED CAREER, AND THERE'S NO ONE AROUND TO APPLAUD AND CHEER!

AND WHAT'S EVEN *WORSE*, THESE TWO ANIMATED PUNCHING BAGS DON'T SEEM TO FEEL A *THING*!



KEEP FIGHTING!! HE *HAS* TO WEAKEN SOON! GOOD! *GOOD!* YOU ALMOST *SEIZED* IT THEN!



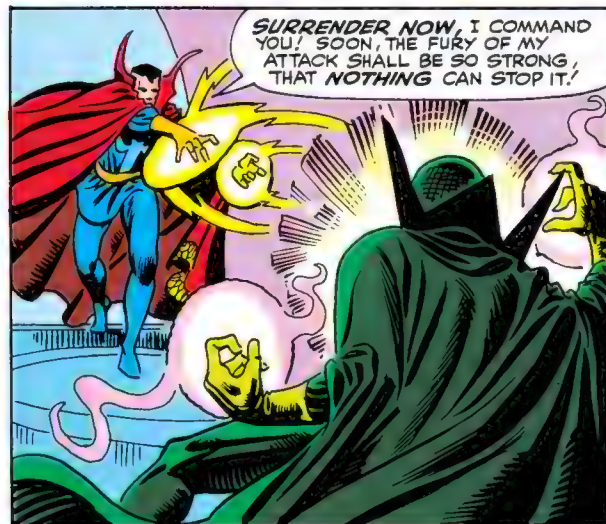
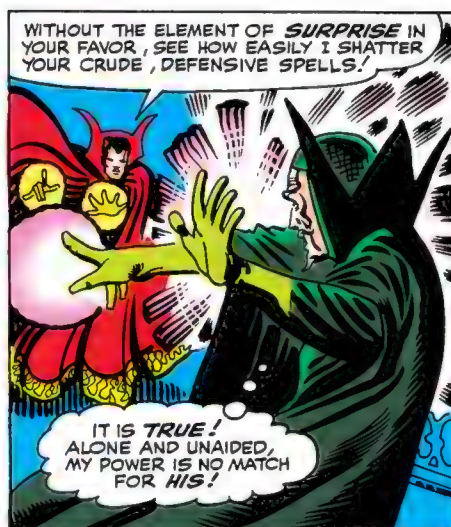
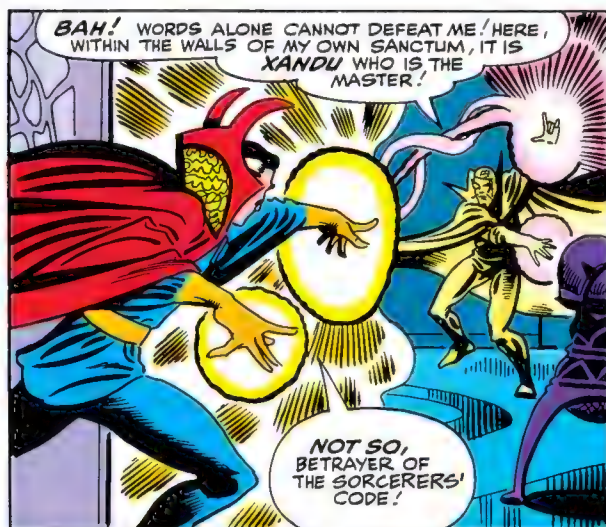
ONCE THEY RETRIEVE IT AGAIN, I SHALL BRING IT BACK FROM THE BEYOND, AND SUPREME POWER SHALL BE *MINE* ONCE MORE!

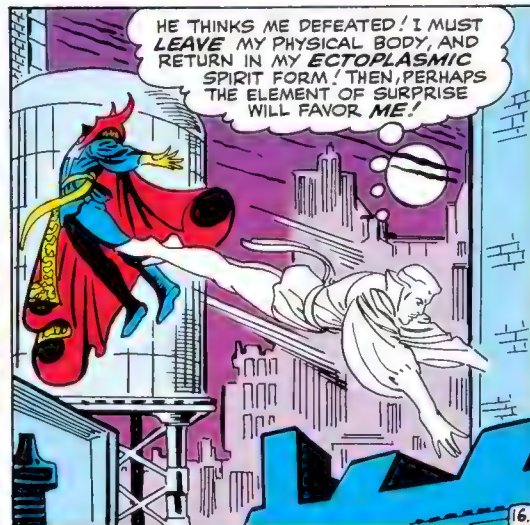
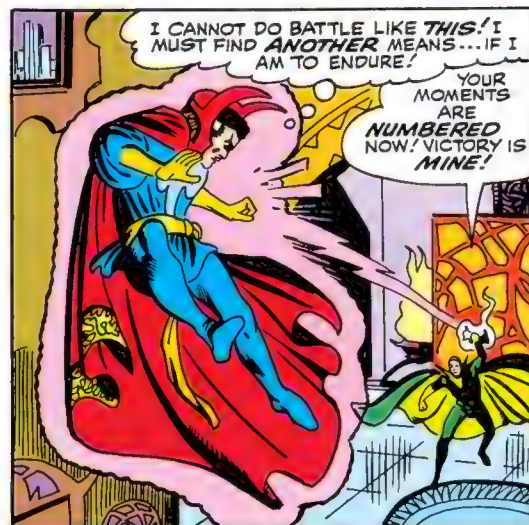
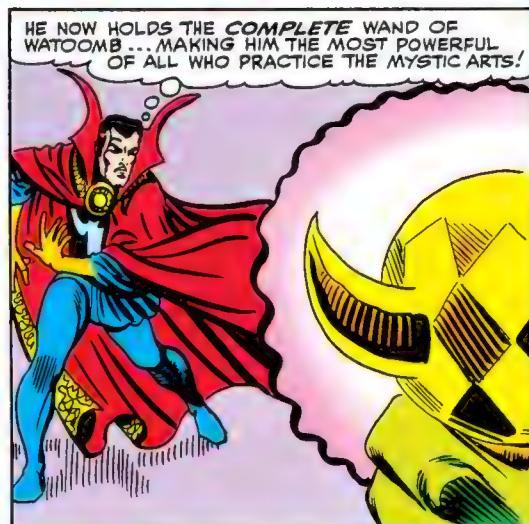
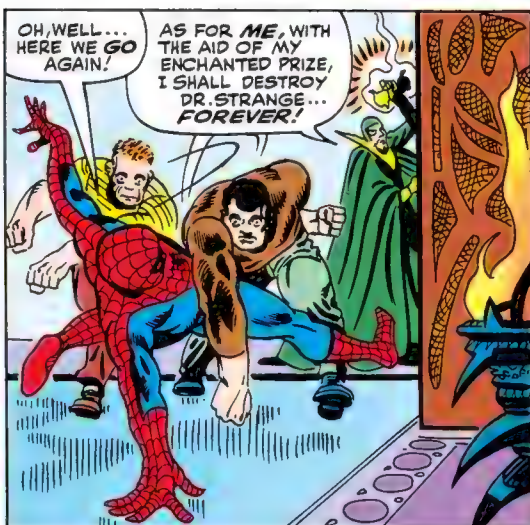


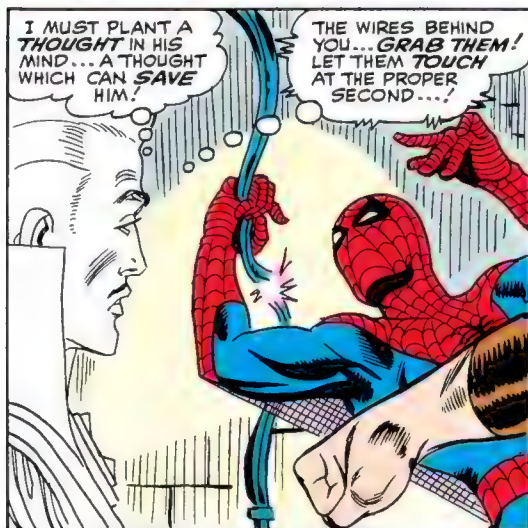
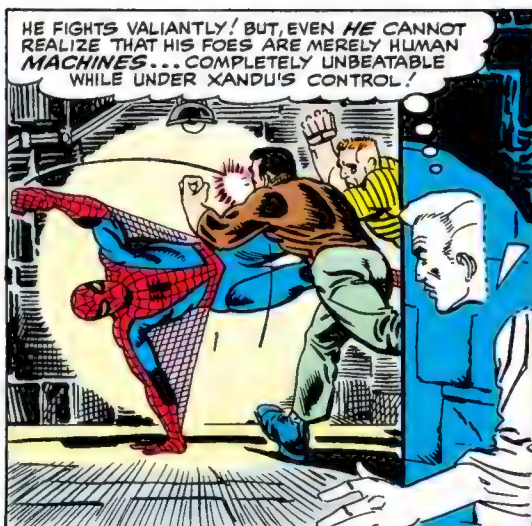
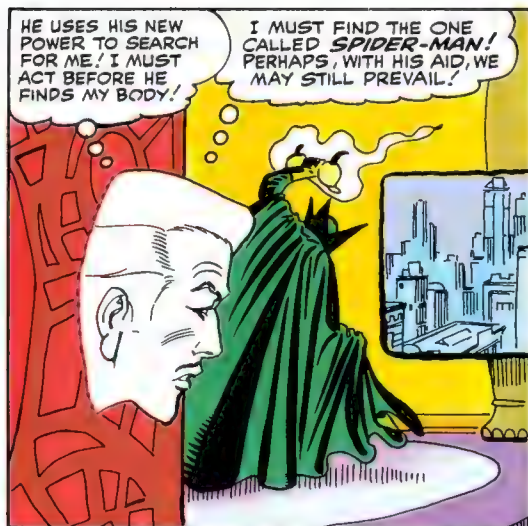
NEVER, MAN OF EVIL! NOT WHILE *DR. STRANGE* LIVES!

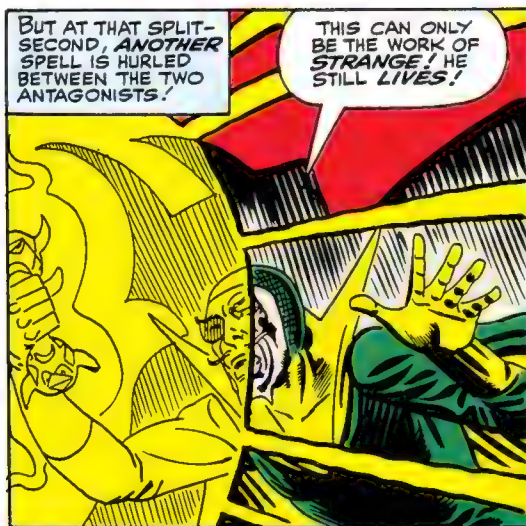
YOU! YOU FOUND ME! BUT... *HOW??*

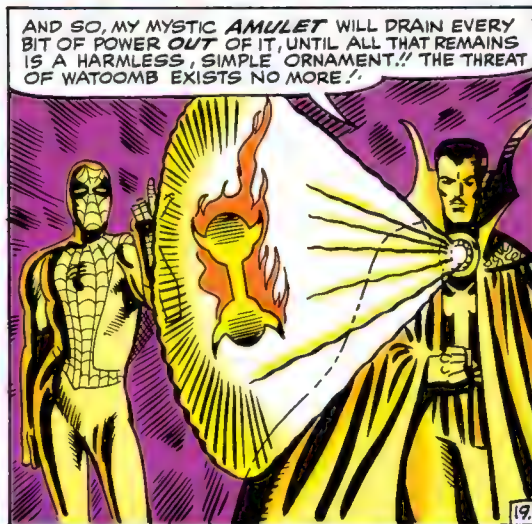
MANY ARE THE POWERS OF THE MASTER OF THE MYSTIC ARTS!













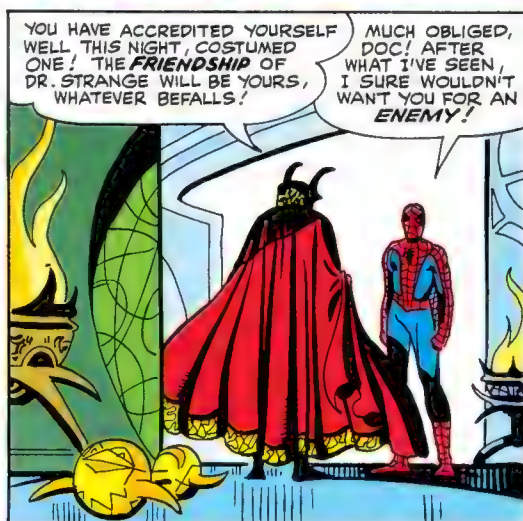
AND NOW, BY THE HOARY HOSTS OF HOGGOTH, I ORDER YOU TO UNLOCK YOUR BRAIN, SO THAT I MAY LEARN ALL THAT EXISTS WITHIN YOUR PAST...!



AHH, IT IS REVEALED TO ME!! YOU WERE A STUDENT OF THE MYSTIC ARTS! YOU LEARNED OF WATOOMB'S WAND, AND OF ITS POWER! YOU STOLE YOUR HALF, AND ONCE YOU KNEW THAT I HAD THE OTHER HALF, YOU PLOTTED TO SEIZE IT FROM ME...!

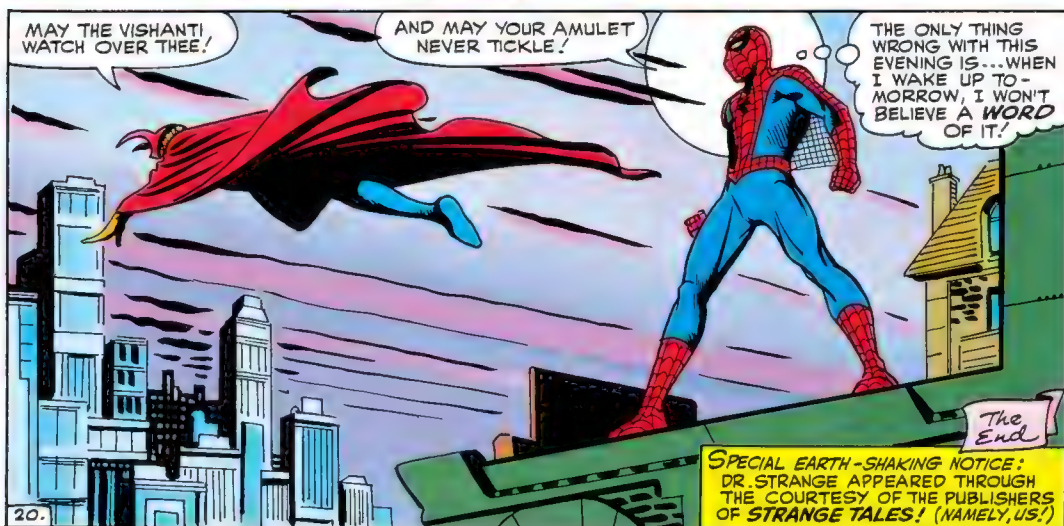


NOW, I GRANT YOU THE GIFT OF **TOTAL SLEEP!** WHEN YOU AWAKE, YOUR MEMORY SHALL BE CLEANSED OF ALL THAT HAS HAPPENED... YOUR EVIL AMBITION SHALL HAVE FADED FOREVER! IN THE NAME OF THE OMNIPOTENT OSH-TUR, I SO DECLARE IT!



YOU HAVE ACCREDITED YOURSELF WELL THIS NIGHT, COSTUMED ONE! THE **FRIENDSHIP** OF DR. STRANGE WILL BE YOURS, WHATEVER BEFALLS!

MUCH OBLIGED, DOC! AFTER WHAT I'VE SEEN, I SURE WOULDN'T WANT YOU FOR AN **ENEMY!**



MAY THE VISHANTI WATCH OVER THEE!

AND MAY YOUR AMULET NEVER TICKLE!

THE ONLY THING WRONG WITH THIS EVENING IS...WHEN I WAKE UP TO-MORROW, I WON'T BELIEVE A **WORD** OF IT!

The End
SPECIAL EARTH-SHAKING NOTICE: DR. STRANGE APPEARED THROUGH THE COURTESY OF THE PUBLISHERS OF **STRANGE TALES!** (NAMESLY, US.)


A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

THE CIRCUS OF CRIME



A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

The SCORPION

The Scorpion is depicted in a dynamic, forward-leaning pose. He is wearing his iconic green, segmented suit with a black spider emblem on the chest. His mask is green with large, white, oval eyes. He has a determined expression. His right arm is extended forward with a clenched fist, and his left arm is bent. His legs are spread wide, and he is wearing green boots. A long, black, whip-like tail extends from his back. The background is a bright yellow sun with radiating lines. To the right, there is a pile of red bricks and some debris, suggesting a recent battle. A speech bubble is positioned above the bricks.

IT ISN'T OFTEN
THAT SPIDEY HAS
TO BATTLE A FOE
WHO'S STRONGER
THAN **HE** IS...
BUT, IT HAPPENED
WHEN HE CHALLENGED
The SCORPION,
AND ADVENTURE-
DOM HAS NEVER
BEEN THE SAME!

INTRODUCED IN
SPIDER-MAN #20

A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

THE BEETLE

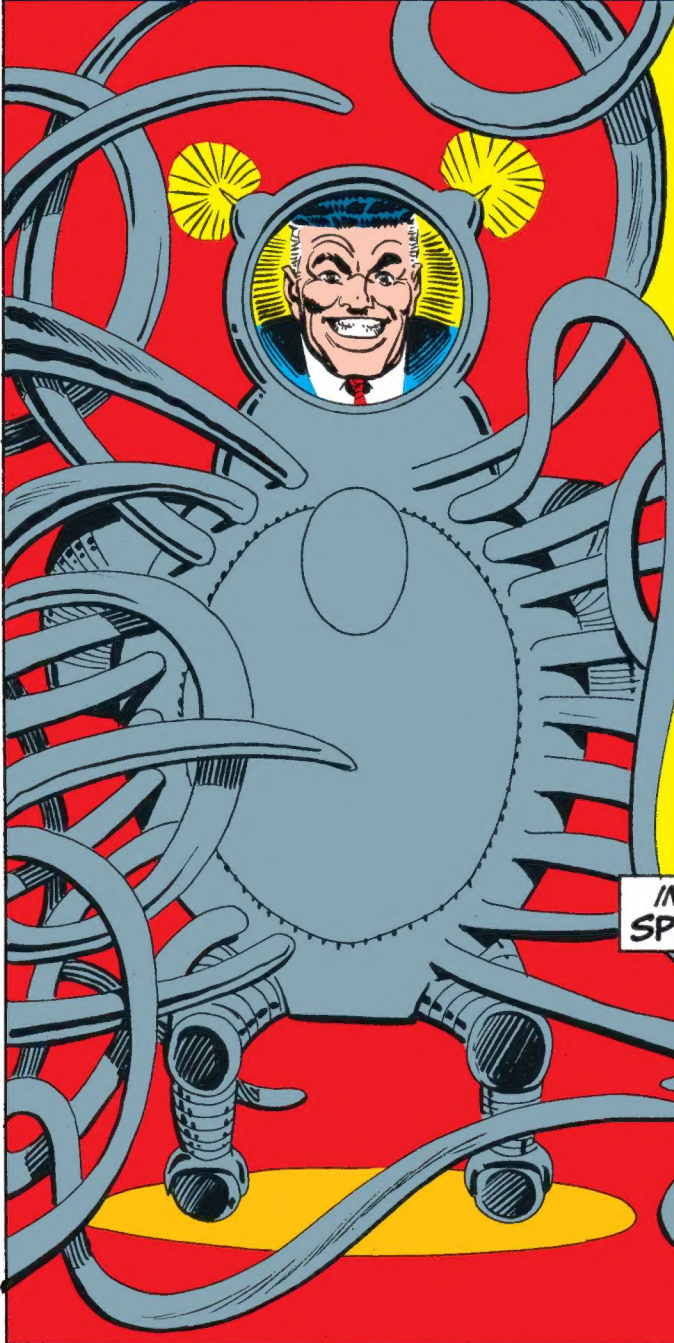
*ALTHOUGH HE WAS
ORIGINALLY THE
HUMAN TORCH'S
FOE, THIS FANTASTIC
FLYING ARCH-VILLAIN
DARED TO INCUR THE
WRATH OF SPIDER-
MAN, AND WHAT
HAPPENED NEXT
MADE FOR ONE OF
THE MOST POPULAR
ISSUES OF THE
YEAR! SO TO YOU,
BEETLE, OUR
THANKS!*



**INTRODUCED IN
SPIDER-MAN #21**

A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

JONAH'S ROBOT




*WILL YOU EVER
FORGET THE FUN
AND EXCITEMENT
OF THE CHASE
BETWEEN OUR HERO
AND THIS UNIQUE,
DEADLY ROBOT
WHO WAS CREATED
FOR ONLY ONE
PURPOSE...TO
DESTROY
SPIDER-MAN!
EVEN IF YOU FOR-
GOT IT, IT'S A
LEAD-PIPE
CINCH THAT OL'
JONAH NEVER
WILL!*

**INTRODUCED IN
SPIDER-MAN#25**

A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

The **CRIME-MASTER**



BOY, DID THIS VILLAIN
COME CLOSE TO
WRITING "FINIS" TO
OL' WEB-HEAD'S
CAREER!
ALTHOUGH THE MASKED
CRIME-MASTER
ACTUALLY POSSESSED
NO SUPER-POWERS,
HOW COULD
SPIDEY FIGHT
SOMEONE HE
COULDN'T FIND...
SOMEONE
WHOSE IDENTITY
HE DIDN'T
KNOW?

**INTRODUCED IN
SPIDER-MAN #26**



Tyrant
Lizard
King

EMPIRE